

EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
) (Jointly Administered)
W. R. GRACE & CO., et al.,¹) Case No. 01-01139 (JKF)
)
Debtors.) **Objection Deadline: December 22, 2004 at 4:00 p.m.**
 Hearing Date: TBD only if necessary

**SUMMARY OF APPLICATION OF REED SMITH LLP
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS SPECIAL ASBESTOS PRODUCTS LIABILITY DEFENSE
COUNSEL TO DEBTORS FOR THE FORTIETH MONTHLY INTERIM PERIOD
FROM OCTOBER 1, 2004 THROUGH OCTOBER 31, 2004**

Name of Applicant: Reed Smith LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention: July 19, 2001,
effective as of April 2, 2001

Period for which compensation and
reimbursement is sought: October 1, 2004 through October 31, 2004

Amount of fees sought as actual,
reasonable, and necessary: \$127,040.00

Amount of expenses sought as actual,
reasonable, and necessary: \$2,710.20

This an: X monthly interim final application.

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Docket No. 7038
Date Filed 11/29/04

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
8/28/01	4/2/01 through 7/31/01	\$40,583.00	\$356.92	No objections served on counsel	No objections served on counsel
9/27/01	8/1/01 through 8/31/01	\$90,113.00	\$4,048.11	No objections served on counsel	No objections served on counsel
10/26/01	9/1/01 through 9/30/01	\$155,804.00	\$6,971.66	No objections served on counsel	No objections served on counsel
11/27/01	10/1/01 through 10/31/01	\$229,036.50	\$10,314.97	No objections served on counsel	No objections served on counsel
12/26/01	11/1/01 through 11/30/01	\$216,703.50	\$22,667.19	No objections served on counsel	No objections served on counsel
1/30/02	12/1/01 through 12/31/01	\$152,288.00	\$43,025.11	No objections served on counsel	No objections served on counsel
3/1/02	1/1/02 through 1/31/02	\$152,389.50	\$45,525.87	No objections served on counsel	No objections served on counsel
3/28/02	2/1/02 through 2/28/02	\$115,694.50	\$39,388.59	No objections served on counsel	No objections served on counsel
5/2/02	3/1/02 through 3/31/02	\$95,617.50	\$49,224.63	No objections served on counsel	No objections served on counsel
5/28/02	4/1/02 through 4/30/02	\$125,169.50	\$44,498.12	No objections served on counsel	No objections served on counsel
6/28/02	5/1/02 through 5/31/02	\$186,811.50	\$88,641.73	No objections served on counsel	No objections served on counsel
8/5/02	6/1/02 through 6/30/02	\$167,414.75	\$26,462.86	No objections served on counsel	No objections served on counsel
9/9/02	7/1/02 through 7/31/02	\$121,203.75	\$7,897.17	No objections served on counsel	No objections served on counsel
9/30/02	8/1/02 through 8/31/02	\$183,876.75	\$18,631.51	No objections served on counsel	No objections served on counsel
10/31/02	9/1/02 through 9/30/02	\$205,975.00	\$12,810.65	No objections served on counsel	No objections served on counsel
11/27/02	10/1/02 through 10/31/02	\$172,838.75	\$34,384.69	No objections served on counsel	No objections served on counsel
12/30/02	11/1/02 through 11/30/02	\$115,576.00	\$12,630.85	No objections served on counsel	No objections served on counsel
1/30/03	12/1/02 through 12/31/02	\$36,744.50	\$16,310.05	No objections served on counsel	No objections served on counsel
3/6/03	1/1/03 through 1/31/03	\$123,884.00	\$3,760.28	No objections served on counsel	No objections served on counsel
4/2/03	2/1/03 through 2/28/03	\$233,867.50	\$21,251.46	No objections served on counsel	No objections served on counsel
5/7/03	3/1/03 through 3/31/03	\$124,350.00	\$30,380.42	No objections served on counsel	No objections served on counsel
6/4/03	4/1/03 through 4/30/03	\$223,770.50	\$19,411.28	No objections served on counsel	No objections served on counsel
7/1/03	5/1/03 through	\$190,838.00	\$22,397.08	No objections	No objections

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
	5/31/03			served on counsel	served on counsel
7/31/03	6/1/03 through 6/30/03	\$165,837.25	\$18,778.12	No objections served on counsel	No objections served on counsel
8/29/03	7/1/03 through 7/31/03	\$202,033.50	\$13,132.57	No objections served on counsel	No objections served on counsel
10/2/03	8/1/03 through 8/31/03	\$155,275.50	\$5,526.19	No objections served on counsel	No objections served on counsel
10/28/03	9/1/03 through 9/30/03	\$32,877.00	\$5,836.88	No objections served on counsel	No objections served on counsel
11/28/03	10/1/03 through 10/31/03	\$20,656.50	\$3,553.00	No objections served on counsel	No objections served on counsel
12/29/03	11/1/03 through 11/30/03	\$16,642.50	\$352.73	No objections served on counsel	No objections served on counsel
2/4/04	12/1/03 through 12/31/03	\$8,871.00 ²	\$1,332.05	No objections served on counsel	No objections served on counsel
3/10/04	1/1/04 through 1/31/04	\$21,531.00	\$85.71	No objections served on counsel	No objections served on counsel
4/7/04	2/1/04 through 2/29/04	\$21,116.00	\$2,537.94	No objections served on counsel	No objections served on counsel
5/5/04	3/1/04 through 3/31/04	\$11,113.00	\$442.16	No objections served on counsel	No objections served on counsel
6/4/04	4/1/04 through 4/30/04	\$16,495.50	\$41.08	No objections served on counsel	No objections served on counsel
7/1/04	5/1/04 through 5/31/04	\$41,085.00	\$2,386.50	No objections served on counsel	No objections served on counsel
8/2/04	6/1/04 through 6/30/04	\$28,692.50	\$725.43	No objections served on counsel	No objections served on counsel
9/3/04	7/1/04 through 7/31/04	\$13,176.50	\$328.55	No objections served on counsel	No objections served on counsel
10/5/04	8/1/04 through 8/31/04	\$11,792.00	\$1,500.03	No objections served on counsel	No objections served on counsel
10/28/04	9/1/04 through 9/30/04	\$22,618.00	\$97.76	No objections served on counsel	No objections served on counsel

As indicated above, this is the fortieth fee application for monthly interim compensation of services filed with the Bankruptcy Court in these Chapter 11 Cases.

The total time expended for the preparation of this application is approximately 10 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$3,000.00.

² Although Reed Smith initially requested \$9,795.00 for the December 2003 monthly interim period, it revised its request after discovering an error in its Fee Application for that period, after the Fee Application was filed (and with the advice and consent of the Fee Auditor). The corrected amount requested by Reed Smith for that period is reflected above.

The Reed Smith attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
James J. Restivo, Jr.	Partner	33 Years	Litigation	\$495.00	81.00	\$40,095.00
Lawrence E. Flatley	Partner	28 Years	Litigation	\$470.00	15.50	\$7,285.00
Kathy K. Condo	Partner	23 years	Litigation	\$405.00	.60	\$243.00
Douglas E. Cameron	Partner	19 Years	Litigation	\$465.00	97.80	\$45,477.00
James W. Bentz	Partner	15 Years	Litigation	\$370.00	69.10	\$25,567.00
Andrew J. Muha	Associate	3 Years	Litigation	\$235.00	6.90	\$1,621.50
Jayme L. Butcher	Associate	3 Years	Litigation	\$235.00	16.50	\$3,877.50
Janice E. Falini	Associate	1 Year	Bankruptcy	\$200.00	.70	\$140.00

The paraprofessionals who rendered professional service in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years in position	Department	Hourly billing rate	Total billed hours	Total compensation
Maureen L. Atkinson	Paralegal	26 Years	Litigation	\$145.00	11.20	\$1,624.00
John B. Lord	Paralegal	12 Years	Litigation	\$160.00	5.50	\$880.00
Lori J. Hagen	Librarian	7 Years	Library	\$115.00	2.00	\$230.00

Total Fees: \$127,040.00

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Litigation and Litigation Counseling	5.80	\$2,061.50
ZAI Science Trial	290.40	\$122,902.00
Fee Applications	10.60	\$2,076.50
Total:	306.80	\$127,040.00

EXPENSE SUMMARY

Description	Litigation and Litigation Consulting	ZAI Science Trial
Telephone Expense	\$0.20	\$7.05
Duplicating/Printing	\$93.75	\$1,077.90
Duplicating -- Outside	\$61.30	----
Postage Expense	\$3.24	\$4.55
Other Databases -- Courtlink	\$23.94	----
Transcript Expense	----	\$1,238.59
Secretarial Overtime	----	\$90.00
Meal Expense	----	\$43.77
Westlaw	----	\$52.00
General Expense	----	\$13.91
SUBTOTAL	\$182.43	\$2,527.77
TOTAL		\$2,710.20

Dated: November 29, 2004
Wilmington, Delaware

REED SMITH LLP

By: /s/ Kurt F. Gwynne

Kurt F. Gwynne (No. 3951)
1201 Market Street, Suite 1500
Wilmington, DE 19801
Telephone: (302) 778-7500
Facsimile: (302) 778-7575

and

James J. Restivo, Jr., Esquire
Lawrence E. Flatley, Esquire
Douglas E. Cameron, Esquire
435 Sixth Avenue
Pittsburgh, PA 15219
Telephone: (412) 288-3131
Facsimile: (412) 288-3063

Special Asbestos Products Liability Defense
Counsel

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W.R Grace & Co.
One Town Center Road
Boca Raton, FL 33486

Invoice Number 1213331
Invoice Date 11/19/04
Client Number 172573

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Re: W. R. Grace & Co.

(60026) Litigation and Litigation Consulting

Fees	2,061.50
Expenses	0.00

TOTAL BALANCE DUE UPON RECEIPT	\$2,061.50
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REED SMITH LLP
 PO Box 360074M
 Pittsburgh, PA 15251-6074
 Tax ID# 25-0749630

W.R Grace & Co.
 One Town Center Road
 Boca Raton, FL 33486

Invoice Number 1213331
 Invoice Date 11/19/04
 Client Number 172573
 Matter Number 60026

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Re: (60026) Litigation and Litigation Consulting

FOR PROFESSIONAL SERVICES PROVIDED THROUGH OCTOBER 31, 2004

Date	Name		Hours
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10/06/04	Muha	Docket research for information on Grace/KWELMBS settlement agreement.	1.90
10/15/04	Muha	Docket research for motions to extend time for Debtor to file plan of reorganization.	.30
10/21/04	Cameron	Review expert depositions from asbestos litigation against third-party nondebtor (1.3); e-mails regarding same (0.3).	1.60
10/22/04	Bentz	Review of agenda for omnibus hearing.	.40
10/27/04	Cameron	Review of materials relating to Grace Plan and asbestos litigation (0.6); e-mails regarding same (0.2).	.80
10/27/04	Lord	Update 2002 service list.	.30
10/31/04	Cameron	Review materials from R. Finke regarding Libby.	.50
		TOTAL HOURS	5.80

172573 W. R. Grace & Co.
60026 Litigation and Litigation Consulting
November 19, 2004

Invoice Number 1213331
Page 2

TIME SUMMARY	Hours	Rate	Value
Douglas E. Cameron	2.90 at \$	465.00 =	1,348.50
James W Bentz	0.40 at \$	370.00 =	148.00
Andrew J. Muha	2.20 at \$	235.00 =	517.00
John B. Lord	0.30 at \$	160.00 =	48.00
CURRENT FEES			2,061.50
TOTAL BALANCE DUE UPON RECEIPT			\$2,061.50

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W. R. Grace
5400 Broken Sound Blvd., N.W.
Boca Raton, FL 33487

Invoice Number 1213332
Invoice Date 11/19/04
Client Number 172573

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Re: W. R. Grace & Co.

(60028) ZAI Science Trial

Fees	122,902.00
Expenses	0.00

TOTAL BALANCE DUE UPON RECEIPT	\$122,902.00
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REED SMITH LLP
 PO Box 360074M
 Pittsburgh, PA 15251-6074
 Tax ID# 25-0749630

W. R. Grace
 5400 Broken Sound Blvd., N.W.
 Boca Raton, FL 33487

Invoice Number 1213332
 Invoice Date 11/19/04
 Client Number 172573
 Matter Number 60028

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Re: (60028) ZAI Science Trial

FOR PROFESSIONAL SERVICES PROVIDED THROUGH OCTOBER 31, 2004

Date	Name	Hours
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10/01/04	Atkinson Assist J. Butcher with organizing pleadings binders for October 18 summary judgment hearing (0.7); locate transcript in other litigation for J. Restivo (0.2); documents for D. Cameron re: outline for preparation for October 18 hearing (1.3).	2.20
10/01/04	Bentz Review materials to prepare for ZAI Science Trial summary judgment motions hearing.	2.50
10/01/04	Butcher Revise agenda to correspond with binders submitted to the court in preparation for ZAI Science Trial oral argument.	2.30
10/01/04	Cameron Review briefs filed in ZAI Science Trial and summary list of court filings.	1.80
10/03/04	Cameron Review multiple briefs in preparation for ZAI Science Trial argument.	2.00
10/04/04	Atkinson E-mail to Sara Schramm requesting deposition transcripts in other litigation, to aid in preparation for ZAI Science Trial argument.	.20

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213332
Page 2

Date	Name	Hours
10/04/04	Bentz	Review materials for preparation for ZAI Science Trial summary judgment motions hearing. 1.20
10/04/04	Cameron	Review briefs, appendices and summary of court filings to prepare for oral argument. 2.50
10/04/04	Flatley	E-mails to schedule meeting (.10); call with R. Senftleben and follow-up on call (.50); review J. Restivo memo re: science trial issues (.60). 1.20
10/04/04	Restivo	Preparation for ZAI Science Trial summary judgment argument. 2.00
10/05/04	Bentz	Prepare for (0.3) and attend parts of preparation meeting (1.9) for ZAI Science Trial hearing. 2.20
10/05/04	Butcher	Attend parts of Reed Smith/ZAI Science Trial team meeting (.60); meeting with J. Restivo re: preparation for argument (.40); revise hearing agenda (.30); review cases to aid in preparation for argument (.90). 2.20
10/05/04	Cameron	Prepare for (0.6) and attend meeting with J. Restivo regarding oral argument preparation and strategy (1.8); review of briefs and appendix for oral argument (1.9); telephone call with R. Finke and e-mails regarding oral argument preparation (0.9). 5.20
10/05/04	Flatley	Review medical articles and commentary on them (.90); meetings with J. Restivo, D. Cameron and J. Bentz to discuss strategy for summary judgment hearing and short follow-up (1.60). 2.50
10/05/04	Restivo	Strategy meetings for preparation for hearing (2.4); calls to client re: same (1.0); preparation for argument (3.6). 7.00

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213332
Page 3

Date	Name	Hours
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10/06/04	Bentz Continue preparation for ZAI Science Trial summary judgment motions hearing.	4.80
10/06/04	Butcher Draft memorandum re: summary of dust sample cases (2.60); gather materials in preparation for summary judgment argument (3.30).	5.90
10/06/04	Cameron Review draft inserts from J. Bentz (0.9); meet with J. Restivo regarding science trial argument preparation (0.8); review legal research regarding same (1.9).	3.60
10/06/04	Flatley Preparation of memo for J. Restivo on certain summary judgment argument issues.	1.90
10/06/04	Restivo Prepare Science Trial hearing agenda for Court (1.5); telephone calls and emails with R. Turkewitz and E. Westbrook (.5); preparation for argument (1.0).	3.00
10/07/04	Atkinson Work on locating documents for preparation for October 18 hearing.	.60
10/07/04	Bentz Preparation for ZAI Science Trial hearing, including review of case law regarding various issues relating to Consumer Protection Act claims.	5.30
10/07/04	Cameron Review briefs and research regarding preparation for summary judgment argument (1.4); review J. Restivo summary regarding same (0.9).	2.30
10/07/04	Condo Conference with J. Butcher in relation to materials for Science Trial summary judgment argument.	.30
10/07/04	Flatley Revise memo to J. Restivo re: certain summary judgment argument issues.	.80
10/07/04	Restivo Review binders of documents on the record for argument.	5.80

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213332
Page 4

Date	Name		Hours
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10/08/04	Atkinson	Letter to counsel enclosing Henry Anderson deposition transcript.	.40
10/08/04	Bentz	Review of Consumer Protection Act case law in preparation for ZAI Science Trial argument.	2.30
10/08/04	Flatley	Review briefs re: ATSDR issue.	.30
10/08/04	Restivo	Continue review of binders of documents on the record for argument.	2.50
10/09/04	Cameron	Continue review of briefs and summary judgment record in preparation for oral argument.	3.40
10/10/04	Cameron	Prepare for ZAI Science Trial oral argument.	2.80
10/11/04	Atkinson	Pull materials from CFR/Federal Register for D. Cameron, in preparation for October 18 hearing.	.50
10/11/04	Bentz	Preparation for ZAI Science Trial, including review of case law regarding contamination, epidemiological evidence and anecdotal evidence.	7.90
10/11/04	Butcher	Gather research and documents for argument on Motions for Summary Judgment.	2.10
10/11/04	Cameron	Meetings with J. Restivo regarding science trial oral argument preparation (0.9); multiple e-mails and telephone calls with R. Finke regarding same (1.1); prepare summaries of testimony, reports and argument for science trial argument preparation (7.8); review and comment on J. Restivo oral argument summary memo (0.8).	10.60
10/11/04	Flatley	Outlines for J. Restivo on various issues for summary judgment oral argument.	2.50

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213332
Page 5

Date	Name	Hours
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10/11/04	Hagen	2.00
	Obtain for J. Butcher the preamble to 1992 Final Rule on Occupational Exposure to Asbestos, Tremolite, Anthophyllite and Actinolite and Intro to 29 CFR Parts 1910 and 1926 (OSHA report on exclusion of cleavage fragments from OSHA asbestos regulations).	
10/11/04	Restivo	4.70
	Continue review of binders of documents on the record for oral argument.	
10/12/04	Atkinson	1.10
	Review files for Crutcher and Lee hearing and deposition testimony in Barbanti case, and locate Statement On The Merits to assist in preparation for ZAI Science Trial (0.6); copies of Lee, Anderson expert files to D. Cameron (0.2); copy of case list and Celotex case to J Bentz to prepare for Science trial (0.3).	
10/12/04	Bentz	7.70
	Preparation for ZAI Science Trial, including preparation of memoranda in response to various arguments made by claimants.	
10/12/04	Butcher	1.30
	Meeting with K. Condo re: CSX case (.30); search for CSX case (.70); revise memorandum of summary of cases (.30).	
10/12/04	Cameron	10.80
	Multiple meetings and telephone calls with J. Restivo regarding science trial argument preparation (2.1); e-mails and telephone call with R. Finke regarding same (0.8); prepare and revise extensive legal and factual summaries on multiple issues for argument on Motion for Summary Judgment (5.9); review of record evidence for oral argument preparation (2.0).	
10/12/04	Condo	.30
	Review file for materials on various epidemiological and scientific testing issues.	

172573 W. R. Grace & Co.
 60028 ZAI Science Trial
 November 19, 2004

Invoice Number 1213332
 Page 6

Date	Name	Hours	
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10/12/04	Restivo	Telephone calls to client (1.1); continue argument preparation (6.3).	7.40
10/13/04	Atkinson	Prepare demonstrative vermiculite exhibit for hearing (1.4); copy of EPA 1985 Versar report to D. Cameron (0.2).	1.60
10/13/04	Bentz	Preparation for ZAI Science Trial, including review of case law regarding contamination and epidemiological evidence.	4.80
10/13/04	Butcher	Review draft outline for summary judgment argument.	.30
10/13/04	Cameron	Review of record and continued preparation and revisions to several legal and factual summaries for oral argument preparation (4.8); review draft of argument outline and provide comments (1.4); e-mails and telephone calls with R. Finke regarding same (0.4); meet with J. Restivo regarding same (0.5); meet with L. Flatley regarding same (0.3).	7.40
10/13/04	Flatley	E-mails to J. Restivo re: information for argument (.20); reviewing and outlining issues for J. Restivo (.50); meet with J. Restivo re: argument issues (.20); e-mail re: argument issues outline (.40); meet with D. Cameron re: argument strategy (.40).	1.70
10/13/04	Restivo	Continue to review materials and prepare argument for ZAI Science Trial hearing.	8.00
10/14/04	Bentz	Preparation for presentation of ZAI Science Trial (1.1); attend major strategy meeting with R. Finke, J. Restivo, L. Flatley and D. Cameron in preparation for ZAI Science Trial (4.3).	6.40

172573 W. R. Grace & Co.
 60028 ZAI Science Trial
 November 19, 2004

Invoice Number 1213332
 Page 7

Date	Name	Hours
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10/14/04	Cameron	10.10
	Prepare and revise additional case law and factual outlines and summaries for oral argument (1.9); extensive review of record relating to same (2.8); prepare for and attend major strategy meetings with in-house counsel, J. Restivo, L. Flatley and J. Bentz regarding oral argument preparation (4.3); meet with J. Restivo and R. Finke regarding argument, scheduling and issues with the court (1.1).	
10/14/04	Flatley	2.50
	Attend part of meeting with R. Finke, J. Restivo, D. Cameron and J. Bentz re: strategy and preparation for summary judgment oral argument.	
10/14/04	Restivo	12.00
	Major strategy meeting with in-house and Reed Smith attorneys to prepare for hearing (4.3); continue preparation for oral argument (6.5); obtain emergency extension of time (1.2).	
10/15/04	Atkinson	1.40
	Assist and prepare bench binder for October 18 hearing (0.6); copy articles and other materials for W.R. Grace hearing preparation (0.8).	
10/15/04	Bentz	4.30
	Prepare argument on Claimants' motion for partial summary judgment on consumer protection act claims.	
10/15/04	Cameron	8.10
	Review draft outlines of oral argument and comment (1.4); continued preparation for oral argument on 10/18 (2.9); meet with J. Restivo regarding same (0.8); revisions to case law and record summaries (2.3); multiple telephone calls with counsel for claimants, Grace in-house counsel and J. Restivo (0.7).	

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213332
Page 8

Date	Name	Hours
10/15/04	Flatley	.40
	Meet with D. Cameron re: hearing status (.20); meet with J. Restivo re: argument preparation (.20).	
10/15/04	Restivo	6.50
	Continue preparation for argument on summary judgment motions (5.6); calls with Westbrook, Siegel and Cameron (0.9).	
10/16/04	Bentz	5.30
	Continued work on argument for ZAI Science Trial motions for summary judgment.	
10/16/04	Cameron	2.60
	Review of Motion to Exclude Testimony of Rich Lee and revise summary of argument (2.1); various e-mails regarding argument (0.5).	
10/16/04	Flatley	.30
	D. Cameron e-mail and e-mail to J. Restivo, et al. (.10); call with D. Cameron re: argument issues (.20).	
10/16/04	Restivo	3.00
	Continue preparation for ZAI Science Trial summary judgment argument.	
10/17/04	Atkinson	1.40
	Assist with notebooks, exhibit for October 18 hearing on summary judgment motions.	
10/17/04	Bentz	1.80
	Continued work on argument in ZAI Science Trial motions for summary judgment.	
10/17/04	Butcher	2.10
	Assist in preparation for oral argument.	
10/17/04	Cameron	6.50
	Prepare for and meet with J. Restivo regarding oral argument strategies (3.4); review and revise summary relating to R. J. Lee analysis (1.2); telephone call with Claimants' counsel and review supplemental claimant documents (1.9).	
10/17/04	Restivo	4.50
	Continue preparation for ZAI Science Trial summary judgment argument.	

172573 W. R. Grace & Co.
 60028 ZAI Science Trial
 November 19, 2004

Invoice Number 1213332
 Page 9

Date	Name	Hours
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10/18/04	Atkinson	Copies of documents, materials for October 18 ZAI Science Trial hearing. .60
10/18/04	Bentz	Prepare for (3.0) and participate in (8.2) ZAI Science Trial. 11.20
10/18/04	Cameron	Prepare for and attend ZAI Science Trial oral argument (8.2); meetings with in-house counsel from W. R. Grace and Reed Smith team regarding hearing (2.2). 10.40
10/18/04	Flatley	E-mails and review E. Westbook documents (.30); meet with D. Siegel, R. Finke, J. Restivo, et al. prior to hearing for summary judgment argument (.30); meet with team during lunch break (.40); follow up on hearing (.40). 1.40
10/18/04	Restivo	Prepare for and attend ZAI Science Trial argument (8.2); meetings with in-house counsel and Reed Smith team re: hearing (1.8). 10.00
10/19/04	Bentz	Organizing ZAI Science Trial argument materials for future use. 1.00
10/19/04	Cameron	Organize materials for post-hearing submissions (0.9); meet with J. Restivo regarding same (0.4); review court submissions and exhibit books (1/4). 2.70
10/19/04	Restivo	Prepare post-hearing submissions to court. 1.40
10/20/04	Atkinson	Organize exhibits/materials from October 18th ZAI Science Trial hearing (0.3); e-mail to S. Schramm requesting additional transcripts from experts' depositions (0.5). .80
10/20/04	Cameron	Telephone call and e-mails regarding report on oral argument (0.3); review of supplemental exhibits for negotiations with claimants' counsel and e-mail with 1.20

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213332
Page 10

Date	Name		Hours
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		R. Finke regarding same (0.9).	
10/21/04	Atkinson	E-mails to D. Cameron attaching Dr. Ilgren and Dr. Lee deposition transcripts in other asbestos related litigation (0.2); paper copies of Lee, Ilgren depositions to D. Cameron, J. Butcher (0.2).	.40
10/21/04	Butcher	Review depositions of Grace expert witnesses Ilgren and Lee for preparation of post-hearing submissions.	.30
10/25/04	Cameron	Review transcript from hearing and e-mails regarding same.	.90
10/25/04	Restivo	Review transcript of ZAI Argument (2.0); review new pleadings (.5).	2.50
10/28/04	Restivo	Receipt and review of new emails, correspondence and pleadings regarding the ZAI Science Trial.	.70
TOTAL HOURS			290.40

TIME SUMMARY	Hours	Rate	Value
-----	-----	-----	-----
James J. Restivo Jr.	81.00	at \$ 495.00 =	40,095.00
Lawrence E. Flatley	15.50	at \$ 470.00 =	7,285.00
Douglas E. Cameron	94.90	at \$ 465.00 =	44,128.50
James W Bentz	68.70	at \$ 370.00 =	25,419.00
Kathy K. Condo	0.60	at \$ 405.00 =	243.00
Jayme L. Butcher	16.50	at \$ 235.00 =	3,877.50
Maureen L. Atkinson	11.20	at \$ 145.00 =	1,624.00
Lori J. Hagen	2.00	at \$ 115.00 =	230.00

CURRENT FEES 122,902.00

TOTAL BALANCE DUE UPON RECEIPT \$122,902.00
=====

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W. R. Grace
5400 Broken Sound Blvd., N.W.
Boca Raton, FL 33487

Invoice Number 1213299
Invoice Date 11/19/04
Client Number 172573

=====

Re: W. R. Grace & Co.

(60029) Fee Applications-Applicant

Fees	2,076.50
Expenses	0.00

TOTAL BALANCE DUE UPON RECEIPT	\$2,076.50
	=====

REED SMITH LLP
 PO Box 360074M
 Pittsburgh, PA 15251-6074
 Tax ID# 25-0749630

W. R. Grace
 5400 Broken Sound Blvd., N.W.
 Boca Raton, FL 33487

Invoice Number 1213299
 Invoice Date 11/19/04
 Client Number 172573
 Matter Number 60029

=====

Re: (60029) Fee Applications-Applicant

FOR PROFESSIONAL SERVICES PROVIDED THROUGH OCTOBER 31, 2004

Date	Name		Hours
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10/04/04	Falini	Reviewed Reed Smith's Certificate of No Objection to 37th Monthly Interim Period Fee Application.	.20
10/04/04	Lord	E-mail to A. Muha re: monthly fee application.	.10
10/04/04	Muha	Final revisions to August 2004 fee application.	.50
10/05/04	Falini	Review 38th Monthly Fee Application.	.20
10/05/04	Lord	E-file and perfect service for RS CNO re: 37th monthly fee application (.5); draft correspondence to R. Finke re: same (.1); review, revise and prepare RS 38th monthly fee application for e-filing and service (1.0)	1.60
10/08/04	Muha	Review and revise September 2004 fee and expense reports for fee application.	.80
10/13/04	Muha	Revisions to fee and expense details for September 2004 fee application.	.70

172573 W. R. Grace & Co.
 60029 Fee Applications-Applicant
 November 19, 2004

Invoice Number 1213299
 Page 2

Date	Name		Hours
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10/20/04	Muha	Revisions to expense detail for September 2004 fee application, including e-mails to billing department re: same.	.60
10/22/04	Muha	Review billing issues with June and July fee applications.	.30
10/25/04	Lord	Respond to e-mail from A. Muha re: monthly fee application.	.10
10/25/04	Muha	Finalize September 2004 monthly fee application (0.4); work on 14th quarterly fee application (1.1).	1.50
10/26/04	Lord	Review, revise and prepare RS 39th monthly fee application for e-filing and service.	.90
10/26/04	Muha	Attention to issue re: June 2004 fee application.	.10
10/27/04	Lord	Download and forward June CNO to Grace re: payment for same per D. Cameron (.3).	.30
10/27/04	Muha	Review CNO for June monthly fee application and fax same to Grace.	.20
10/28/04	Falini	Reviewed Reed Smith' 39th Monthly Interim Fee Application (0.3).	.30
10/28/04	Lord	Review, revise and prepare quarterly fee application for e-filing and service (.8); revise and e-file 39th monthly fee application (.6); perfect electronic and hard service for same (.4).	1.80
10/29/04	Lord	Research docket and draft CNO for 38th monthly fee application.	.40

		TOTAL HOURS	10.60

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W.R Grace & Co.
One Town Center Road
Boca Raton, FL 33486

Invoice Number 1213297
Invoice Date 11/19/04
Client Number 172573

=====
Re: W. R. Grace & Co.

(60026) Litigation and Litigation Consulting

Expenses 182.43

TOTAL BALANCE DUE UPON RECEIPT \$182.43
=====

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W.R Grace & Co.
One Town Center Road
Boca Raton, FL 33486

Invoice Number 1213297
Invoice Date 11/19/04
Client Number 172573
Matter Number 60026

=====

Re: Litigation and Litigation Consulting

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Telephone Expense	0.20
Courtlink	23.94
Duplicating/Printing/Scanning	93.75
Postage Expense	3.24
Outside Duplicating	61.30

CURRENT EXPENSES	182.43
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TOTAL BALANCE DUE UPON RECEIPT	\$182.43
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REED SMITH LLP
 PO Box 360074M
 Pittsburgh, PA 15251-6074
 Tax ID# 25-0749630

W.R Grace & Co.
 One Town Center Road
 Boca Raton, FL 33486

Invoice Number 1213297
 Invoice Date 11/19/04
 Client Number 172573
 Matter Number 60026

=====

Re: (60026) Litigation and Litigation Consulting

FOR COSTS ADVANCED AND EXPENSES INCURRED:

09/30/04	PACER--Electronic docket service charges.	23.94
10/05/04	ATTY # 0718; 108 COPIES	16.20
10/05/04	ATTY # 0718; 108 COPIES	16.20
10/06/04	ATTY # 0718; 18 COPIES	2.70
10/08/04	ATTY # 0349: 44 COPIES	6.60
10/11/04	Postage Expense: ATTY # 0396	.60
10/11/04	Postage Expense: ATTY # 0396	.60
10/11/04	ATTY # 0396: 2 COPIES	.30
10/12/04	ATTY # 0710: 2 COPIES	.30
10/12/04	ATTY # 0349: 15 COPIES	2.25
10/19/04	202-295-8437/WASHINGTON, DC/2	.10
10/21/04	ATTY # 0349: 1 COPIES	.15
10/22/04	ATTY # 0349: 46 COPIES	6.90
10/25/04	ATTY # 0559; 127 COPIES	19.05
10/26/04	410-531-4355/COLUMBIA, MD/2	.10
10/27/04	ATTY # 0710: 1 COPIES	.15
10/28/04	ATTY # 0718; 153 COPIES	22.95

172573 W. R. Grace & Co.
60026 Litigation and Litigation Consulting
November 19, 2004

Invoice Number 1213297
Page 2

10/28/04	Postage Expense	2.04
10/31/04	Outside Duplicating - - VENDOR:IKON OFFICE SOLUTIONS, INC. - COPYING FOR SERVICE OF CNO.	61.30
	CURRENT EXPENSES	182.43

	TOTAL BALANCE DUE UPON RECEIPT	\$182.43
		=====

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W. R. Grace
5400 Broken Sound Blvd., N.W.
Boca Raton, FL 33487

Invoice Number 1213298
Invoice Date 11/19/04
Client Number 172573

=====

Re: W. R. Grace & Co.

(60028) ZAI Science Trial

Fees	0.00
Expenses	2,527.77

TOTAL BALANCE DUE UPON RECEIPT	\$2,527.77
--------------------------------	------------

=====

REED SMITH LLP
PO Box 360074M
Pittsburgh, PA 15251-6074
Tax ID# 25-0749630

W. R. Grace
5400 Broken Sound Blvd., N.W.
Boca Raton, FL 33487

Invoice Number 1213298
Invoice Date 11/19/04
Client Number 172573
Matter Number 60028

=====

Re: ZAI Science Trial

FOR COSTS ADVANCED AND EXPENSES INCURRED:

Telephone Expense	7.05
Duplicating/Printing/Scanning	1,077.90
Postage Expense	4.55
Transcript Expense	1,238.59
Secretarial Overtime	90.00
Meal Expense	43.77
General Expense	13.91
Westlaw	52.00

CURRENT EXPENSES 2,527.77

TOTAL BALANCE DUE UPON RECEIPT \$2,527.77

REED SMITH LLP
 PO Box 360074M
 Pittsburgh, PA 15251-6074
 Tax ID# 25-0749630

W. R. Grace
 5400 Broken Sound Blvd., N.W.
 Boca Raton, FL 33487

Invoice Number 1213298
 Invoice Date 11/19/04
 Client Number 172573
 Matter Number 60028

=====

Re: (60028) ZAI Science Trial

FOR COSTS ADVANCED AND EXPENSES INCURRED:

10/01/04	ATTY # 0856; 60 COPIES	9.00
10/01/04	ATTY # 0349: 9 COPIES	1.35
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10/04/04	ATTY # 0349: 9 COPIES	1.35
10/04/04	ATTY # 0349: 19 COPIES	2.85
10/04/04	ATTY # 0349: 18 COPIES	2.70
10/05/04	ATTY # 0396; 21 COPIES	3.15
10/05/04	ATTY # 0856; 147 COPIES	22.05
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10/05/04	ATTY # 0701: 9 COPIES	1.35
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10/05/04	ATTY # 0349: 34 COPIES	5.10
10/06/04	302-652-4100/WILMINGTON, DE/4	.20
10/06/04	843-727-6500/CHARLESTON, SC/14	.70
10/06/04	ATTY # 0349; 6 COPIES	.90

172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213298
Page 2

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10/07/04	ATTY # 0559; 690 COPIES	103.50
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172573 W. R. Grace & Co.
60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213298
Page 3

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60028 ZAI Science Trial
November 19, 2004

Invoice Number 1213298
Page 4

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November 19, 2004

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Page 5

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 November 19, 2004

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 Page 6

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60028 ZAI Science Trial
November 19, 2004

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Page 7

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 60028 ZAI Science Trial
 November 19, 2004

Invoice Number 1213298
 Page 8

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10/15/04	843-727-6513/CHARLESTON, SC/8	.40
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10/15/04	ATTY # 0885; 237 COPIES	35.55
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 60028 ZAI Science Trial
 November 19, 2004

Invoice Number 1213298
 Page 9

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172573 W. R. Grace & Co.
 60028 ZAI Science Trial
 November 19, 2004

Invoice Number 1213298
 Page 10

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10/21/04	ATTY # 0559; 15 COPIES	2.25
10/22/04	General Expense - -COSTS OF 4 BINDERS TO BE USED FOR ZAI SCIENCE TRIAL.	13.91
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10/31/04	Transcript Expense - - VENDOR:J&J COURT TRANSCRIBERS, INC. - TRANSCRIPT OF MOTION FOR SUMMARY JUDEMENT BEFORE THE HONORABLE JUDITH K. FITZGERALD, US BANKRUPTCY COURT JUDGE.	1238.59
	CURRENT EXPENSES	2,527.77

	TOTAL BALANCE DUE UPON RECEIPT	\$2,527.77
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